

# FORM 51-102F1 MANAGEMENT DISCUSSION AND ANALYSIS FOR THE YEAR ENDED OCTOBER 31, 2017

# **INTRODUCTION**

This Management's discussion and analysis ("MD&A") reviews the significant activities of IDM Mining Ltd. ("IDM" or the "Company") and its subsidiaries and compares the financial results for the year ended October 31, 2017 (the "fiscal year 2017") and the comparable period in 2016 (the "fiscal year 2016"). This MD&A should be read in conjunction with the audited consolidated financial statements and accompanying notes for the years ended October 31, 2017 and 2016, which are available on the SEDAR website at <a href="https://www.sedar.com">www.sedar.com</a>.

All financial information in this document is prepared in accordance with International Financial Reporting Standards ("**IFRS**") and presented in Canadian dollars unless otherwise indicated.

The effective date of this MD&A is February 27, 2018.

Some of the statements in this MD&A are forward-looking statements that are subject to risk factors set out in the cautionary note contained herein.

Additional information related to the Company is available for view on SEDAR at <a href="www.sedar.com">www.sedar.com</a> and on the Company's website at <a href="www.idmmining.com">www.idmmining.com</a>.

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# **DESCRIPTION OF BUSINESS**

IDM is based in Vancouver and was incorporated on July 14, 2009 pursuant to the *Business Corporations Act* (British Columbia) and commenced business at that time. The Company's shares were voluntarily delisted from the Toronto Stock Exchange (the "**TSX**") after close of trading on December 29, 2015 and were listed on TSX Venture Exchange (the "**TSXV**") on opening of trading on December 30, 2015 under the symbol "IDM". The Company's shares also trade on the OTCQB under the symbol "IDMMF".

The Company is an advanced-stage exploration stage company in the business of acquiring, exploring and developing natural resource properties in British Columbia. The Company's primary focus is on the Red Mountain underground gold project (the "**Project**") located near Stewart, B.C, which is in the BC and Canadian environmental assessment process.

# **HIGHLIGHTS**

## Fiscal Year Ended October 31, 2017

- In January 2017, the Company updated its NI 43-101 compliant resource estimate for the Red Mountain Project to include the results from the drilling completed during the 2016 field program. This revised estimate yielded a 32% increase in contained Measured & Indicated ("M&I") gold ounces ("oz") and an increase in average grade from 8.36 grams per tonne ("g/t") to 8.75 g/t. The January 2017 resource update for the Project has a resource of 2,074,700 tonnes in the M&I category averaging 8.75 g/t gold and 25 g/t silver for 583,700 oz of gold and 1,655,700 oz of silver with an additional 324,700 tonnes in the Inferred category, averaging 6.21 g/t gold and 10.0 g/t silver, for 64,800 oz of gold and 105,500 oz of silver.
- In March 2017, the Company completed a private placement with Osisko Gold Royalties Ltd ("Osisko Royalties") for total proceeds of \$15,248,000. Osisko Royalties purchased 29,400,000 common shares at a price of \$0.17 per share and 41,000,000 flow-through common shares at a price of \$0.25.
- In February 2017, Mr. Duncan Middlemiss, P.Eng., President and CEO of Wesdome Gold Mines Ltd., was appointed a director.
- In March 2017, the Company completed the sale of its portfolio of properties located in the Yukon to StrikePoint Gold Inc. ("Strikepoint") in exchange for \$150,000 in cash and 10,500,000 common shares of StrikePoint.
- In May 2017, Mr. Ryan Weymark, P.Eng., was appointed Project Director and promoted to Vice-President Project Development in November 2017.
- In May 2017, the Company completed the acquisition of the mineral claims and certain other related assets and assumed the decommissioning and restoration liability comprising the Red Mountain Project from Seabridge Gold Inc pursuant to an Option Agreement entered into April 2014.
- In June 2017, the Company announced positive results from a feasibility study completed for the Red Mountain Project. Assuming a gold price of US\$1,250/oz, an exchange rate of C\$1.00 to US\$0.76 and applying a 5% discount rate, the Project base case estimates generates a pre-tax net present value of C\$155 million and an internal rate of return of 40%. The proposed mine will operate year-round over an initial period of approximately six years. The first two years of gold production averages 91,000 ounces per year, with a life-of-mine average annual gold production of 78,000 ounces. Initial capital expenditure to fund construction and commissioning is estimated at C\$135.7 million, with a life-of-mine cost of C\$202.4 million (including an average of 10% contingency and C\$8.6 million in closure costs). The average operating cost is estimated to be C\$140.02 per tonne.

- Concurrent with the feasibility study, the Company released its initial NI43-101 compliant Mineral Reserve for the Red Mountain Project. Using a gold cut-off grade of 3.55 g/t for longhole mining and 4.10 g/t for development and cut & fill mining, a total of 1,953,000 tonnes averaging 7.53 g/t Au and 21.86 g/t Ag for a total of 473,000 ounces of gold and 1,373,000 ounces of silver were estimated,
- In August 2017 and September 2017, closed a non-brokered private placement in two tranches for gross proceeds of \$6,000,000 consisting of 38,709,676 flow-through shares at \$0.155 per flow-through share. Finder's fee payable in connection with the financing consisted of \$233,952 and 1,470,655 finder's warrants.
- In September 2017, the Company resubmitted its Application and Environmental Impact Statement (the "Application/EIS") for an environment assessment certificate for the Red Mountain Project with the BC Environmental Assessment Office ("BC EAO") and Canadian Environmental Assessment Agency ("CEAA").
- In October 2017, Ms. Andree St-Germain, CFO of Integra Resources Corp. and Dr. Terry Harbort, B.Sc. PhD, Vice-President of Talisker Exploration Services Inc were appointed as directors. Mr. Gernot Wober resigned from the board.
- In October 2017, the Company concluded its 2017 surface and underground resource expansion, infill and exploration drill program. The objective of this program was to expand resources in all zones and explore the northern extension with the objective of extending potential mine life. The Company completed a total 29,312 meters, consisting of 104 underground, eight surface and three geotechnical core holes.

# Subsequent to Quarter End

- In November 2017, the Application/EIS entered into the formal 180-day Application Review phase of the environment assessment.
- In February 2018, the Company announced a revised interpretation of its geological model that suggests expanded exploration potential at Red Mountain.
- In February 2018, Ms. Vanessa Pickering, was appointed Manager Corporate Communications and Development.

Financial Statements, MD&A's and additional information relevant to the Company and the Company's activities can be found on SEDAR at www.sedar.com and/or on the Company's website at www.idmmining.com.

# **OUTLOOK**

The Company is currently working on updating its resource estimate expected to be released in spring 2018, which will incorporate the revised geological model, 2017 drilling results and historic gold intercepts that were not previously included in the current resource estimate.

The new interpretation of the geological model, which has identified high-amplitude, post-mineralization repeating folds has opened up multiple areas to resource expansion that were previously thought closed or having lower exploration potential. The Company anticipates completing both underground and surface drilling in 2018 to demonstrate the increased potential.

With the Application/EIS in the formal 180-day Application Review phase, the Company anticipates receiving the Environment Assessment Certificate for the Project mid 2018 and federal approval to follow thereafter. Predevelopment engineering to optimize the Project design and economics for Red Mountain Project is ongoing.

# **RESERVES AND RESOURCES**

National Instrument 43-101 ("43-101") of the Canadian Securities Administrators – Standards of Disclosure for Mineral Projects – requires that each category of mineral reserves and mineral resources be reported separately. Readers should refer to IDM's continuous disclosure documents available at <a href="https://www.sedar.com">www.sedar.com</a> for this detailed information, which is subject to the qualifications and notes therein set forth.

# **PROPERTIES**

# RED MOUNTAIN, BRITISH COLUMBIA

## **Overview**

In April 2014, IDM entered into an option agreement with Seabridge Gold Inc ("**Seabridge**") granting IDM the right to acquire a 100% interest in the Red Mountain Project, subject to certain underlying royalties and a gold stream. To acquire 100%, IDM issued 4,955,000 shares, paid \$2.0 million and incurred \$7.5 million in exploration and development expenditures. In May 2017, the Company completed the acquisition of the mineral claims and certain other related assets and assumed the decommissioning and restoration liabilities comprising the Red Mountain Project from Seabridge.

Pursuant to the option agreement, the Company is required to make an additional one-time payment of \$1.5 million upon the commencement of commercial production to Seabridge and Seabridge retained a gold metal stream on the Red Mountain Project, allowing Seabridge to acquire 10% of the annual gold production from the property at a cost of US\$1,000 per ounce up to a maximum of 500,000 ounces produced (50,000 to Seabridge). Alternatively, Seabridge may elect to receive a one-time cash payment of \$4.0 million at the commencement of production in exchange for the buy-back of the gold metal stream.

The Red Mountain property consists of 47 contiguous mineral claims totalling 17,125 hectares located in northwestern BC, 15 km northeast of the Town of Stewart. The property was discovered in 1989 and historical workings by prior owners include 466 diamond drill holes and over 2,000 meters of underground development work.

Red Mountain is an intrusive-related hydrothermal gold system, located in the Stikine terrain. Gold mineralization is associated with, and partially hosted within an early to mid-Jurassic multi-phase intrusive complex, with associated volcanic and volcaniclastic rocks and sediments. Many mineralized zones occur on the property, including four mineralized zones with established reserves. The mineralized zones have been folded, and are often separated by dip-slip fault zones. Mineralization can vary in orientation from shallow to steeply dipping. The Marc, AV and JW Zones vary in widths from one to forty meters, averaging about sixteen meters in thickness. Gold mineralization is Dominantly free milling native gold and electrum local gold-silver tellurides; the zones are associated with stockwork, disseminations and patches of coarse grained pyrite, surrounded by a pyrrhotite/sphalerite halo. Alteration facies includes strong quartz-sericite alteration.

# 2017 Red Mountain Feasibility Study

On June 26, 2017, the Company reported the results from an independent feasibility study ("2017 FS") prepared in accordance with NI43-101 for the Red Mountain Project ("2017 FS"). The 2017 FS was prepared under the direction of JDS Energy & Mining Inc., in collaboration with a broad range of consultants and was summarized into the report titled "NI43-101 Feasibility Study Technical Report for the Red Mountain Project, British Columbia, Canada" filed on SEDAR on August 10, 2017.

All of the information in this section, "2017 Red Mountain Feasibility Study" is sourced from the technical report.

# 2017 FS Highlights

- Base case economics utilize a gold price of US\$1,250 per oz and silver price of US\$17 per oz and an exchange rate of C\$1.00 equals US\$0.76;
- The pre-tax base case economics indicate a Net Present Value (NPV) of C\$155 million at a 5% discount rate with an Internal Rate of Return (IRR) of 40% and a 1.7 year payback of initial capital;
- The after-tax base case economics indicate a NPV of C\$104 million at a 5% discount rate with an IRR of 32% and a 1.9 year payback of initial capital;
- Due to the wide-spread nature of the mineralized zones, the majority of the deposit is amenable to bulk underground mining methods. The project proposes a design processing rate of 1,000 tpd with year-round underground mining;
- Average life of mine fully-diluted head grades are 7.53 g/t Au and 21.86 g/t Ag;
- Life of project direct cash cost is estimated at US\$539 per oz of Au recovered. Net of the Ag by-product, costs reduce to US\$492 per ounce;
- Initial capital costs are estimated at C\$135.7 million, which includes a 10% contingency;
- The economic model assumes base case recovery rates ranging from 92.8% to 88.1% for Au and 90.3% to 78.3% for Ag, depending on the mineralized zone;
- Average annual payable production of 78,000 oz of Au and 215,000 oz of Ag;
- Mine operating life is estimated at 5.4 years with an overall construction and commissioning period of approximately 15 months;

# 2017 FS KEY ASPECTS AND ASSUMPTIONS

The tables below summarize the various assumptions, operational parameters and economic results of the 2017 FS. All money values are nominal 2017 Canadian dollars unless otherwise stated. The economic analysis in the 2017 FS does not include mineral resources that are not mineral reserves.

Parameter	Unit	Value
Au Price	US\$/oz	1,250
Ag Price	US\$/oz	17.00
FX Rate	US\$:C\$	0.76
Mine Life	Years	5.4
Mill Feed	Mt	1.95
Throughput Rate	t/d	1,000
Average Au Head Grade	g/t	7.53
Average Ag Head Grade	g/t	21.86
Au Payable	Koz	425
Au i ayable	koz/a	78
Ag Payable	Koz	1,173
Ag I ayable	koz/a	215
NSR (after Royalties)	C\$M	683.9
Operating Costs	C\$M	273.5
	C\$/t mined	140.02
Cash Costs <sup>(1)</sup>	US\$/payable oz	492
All In Sustaining Costs <sup>(2)</sup>	US\$/payable oz	611
Pre-production Capital	C\$M	123.0
<b>Pre-production Contingency</b>	C\$M	12.7
<b>Total Pre-production Capital</b>	C\$M	135.7
Sustaining & Closure Capital (Net of Salvage)	C\$M	60.4
<b>Sustaining &amp; Closure Contingency</b>	C\$M	6.4
<b>Total Sustaining &amp; Closure Capital</b>	C\$M	66.8
<b>Total Capital Costs Incl. Contingency</b>	C\$M	202.4
Pre-Tax Cash Flow	C\$M	208.0
110-14A Cash Flow	C\$M/a	38
Taxes	C\$M	63.2
After-Tax Cash Flow	C\$M	144.8
AILCI-1AX CASH FIUW	C\$M/a	27

<sup>1. (</sup>Operating Costs + Refining Costs + Royalties – Silver Credits)/Payable Au Oz

 $<sup>2\ \, (</sup>Operating\ Costs + Refining\ Costs + Royalties + Sustaining\ and\ Closure\ Capital\ - \ Silver\ Credits)/Payable\ Au\ Oz$ 

# **Economic Results**

Parameter	Unit	Pre-Tax Results	After-Tax Results
NPV <sub>0%</sub>	C\$M	208	145
NPV5%	C\$M	155	104
IRR	%	40	32
Payback Period	%	1.7	1.9

# Sensitivities – Metal Price, Discount Rate

# Metal Price(1):

Au Price US\$/oz	Ag Price US\$/oz	Pre-Tax NPV5% (C\$M)	Pre-Tax IRR	Pre-Tax Payback	After-Tax NPV5% (C\$M)	After-Tax IRR	After-Tax Payback
\$1,150	\$15.60	113	32%	2.0	77	25%	2.2
\$1,250	\$17.00	155	40%	1.7	104	32%	1.9
\$1,350	\$18.40	196	48%	1.5	131	38%	1.6
\$1,450	\$17.40	235	55%	1.4	156	44%	1.5

<sup>(1)</sup> Based on exchange rate of C\$1.00 equals US\$0.76

# Discount Rate Sensitivity:

Discount Rate	Pre-Tax NPV (C\$M)	After-Tax NPV (C\$M)
0%	\$208	\$145
5%	\$155	\$104
7%	\$137	\$90
8%	\$129	\$84
10%	\$114	\$73
12%	\$100	\$62

# **Summary of Operating Costs**

Operating Cost	Unit Cost(C\$/t processed)	LOM Cost(C\$M)
Mining	72.30	141.2
Processing	45.96	89.8
Site Services	10.40	20.3
General & Administrative (G&A)	11.36	22.2
Total	140.02	273.5

#### **Opportunities to Enhance Value**

In addition to the economics outlined in the 2017 FS, there are numerous opportunities to further enhance project value through additional resource expansion and optimization work at Red Mountain.

- The sediment-porphyry contact that controls mineralization in the Marc/AV/JW Zones can be traced in the SF Zone for a further 800 meters along strike to the north through sparse drilling with isolated Au intercepts. Further drilling could potentially expand resources both up and down-dip from the AV and JW Zones, and along strike from the 141 Zone and Marc Zone (to the south);
- Exploration potential on the property has been greatly enhanced since 1994 by glacial recession surrounding the deposit. A considerable area that was previously under ice is now exposed for the first time and available for exploration proximal to the Red Mountain gold/silver-bearing sulphidation system;
- Optimization of mine plans and production schedules to increase project value;
- The increased use of used processing equipment, which is presently available from several sources, would
  reduce the project's equipment cost and overall project capital expenditures and potentially reduce the
  engineering, procurement and construction schedules;
- In the spring of 2016, IDM signed an MOU with Bridge Power Corp., an Independent Power Producer with run-of-river hydroelectric generation rights to Bitter Creek. The companies have shared environmental baseline data, and potentially could share the capital costs for construction of the access road and power line. This would potentially result in substantial cost reductions to the capital and operating costs at Red Mountain;
- With road access, in mineral-rich northwestern British Columbia, toll-treatment of nearby deposits could add value to the project; and
- Reviewing tax planning strategies that would allow the Company to maximize overall profitability.

# **Risks**

The most significant potential risks associated with the project are: uncontrolled dilution, operating and capital cost escalation, permitting and environmental compliance, metallurgical recoveries, unforeseen schedule delays, changes in regulatory requirements, the ability to raise financing, exchange rate of the Canadian dollar to the United States dollar and metal prices. These risks are common to most mining projects, many of which may be mitigated, with adequate engineering, planning and pro-active management.

# **Capital Costs**

The capital cost ("CAPEX") estimate includes all costs required to develop, sustain, and close the operation for a 1,000 tonne per day mine and mineral processing operation. The accuracy of this CAPEX estimate is  $\pm 1.000$  in accordance with the level of detail for a Class 3 estimate. The initial or pre-production CAPEX is C\$135.7 million, with sustaining CAPEX totaling C\$66.8 million as outlined below.

Capital Cost By Area – C\$ M	Pre-Production	Sustaining	Total
Mining	11.3	38.3	49.6
Site Development	9.0	2.2	11.2
Mineral Processing	37.7	0.4	38.0
Tailings Management	7.2	10.9	18.1
Infrastructure	23.7	-	23.7
Off-site Infrastructure	2.8	-	2.8
Project Indirects	9.3	-	9.3
EPCM	13.0	-	13.0
Owner's Costs	9.1	-	9.1
<b>Subtotal Pre-Contingency</b>	123.0	51.7	174.7
Contingency	12.7	5.2	17.9
Subtotal (incl. Contingency)	135.7	56.9	192.6
Closure Costs	-	12.4	12.4
Closure Contingency	-	1.2	1.2
Salvage Value	-	(3.8)	(3.8)
<b>Total Capital Costs</b>	135.7	66.8	202.4

The CAPEX estimate includes the costs required to develop, sustain, and close the operation for the planned six-year mine life, which includes a 15-month construction period. The initial capital estimates include all pre-production mining activities and assumes leased mining equipment. The capital estimate includes the down-payment of the leased equipment and lease payments are reflected in the mine operating costs. The sustaining capital estimate is based on required capital expenditure during operations for tailings storage, limited site development work, and mining infrastructure installations as defined by the mine plan. The closure and reclamation estimate is based on a preliminary estimation of a closure plan commencing in Year 6 and continuing to Year 11.

#### **Mineral Resource Estimate**

In January 2017, the Company completed an update to its April 2016 resource estimate incorporating results from drilling completed during the 2016 field program. An independent technical report was prepared by Dr. Gilles Arseneau, P. Geo and Andrew Hamilton, P. Geo, following the guidelines of the Canadian Securities Administrators National Instrument 43-101 and Form 43-101F report, titled "Mineral Resource Update for the Red Mountain Gold Project, Northwestern., BC Canada". The report was filed on SEDAR on March 2, 2017 and can be viewed on the SEDAR website, www.sedar.com, and/or IDM's website www.idmminingcom.

The mineral resource estimate was prepared using 3D GEMS block modeling software. Resources were estimated from 538 surface and underground drill holes in 4 by 4 by 4 m blocks by ordinary kriging and anisotropic search ellipsoids designed to fit geology. Grade estimates were based on capped 1.5 m composite assay data. Gold values used in the interpolation runs were top cut to 55 g/t gold and silver top cut to 220 g/t silver.

Summary of Estimated Resources as of January 23, 2017, reported at 3.0 g/t Au cut-off.

	Tonnage	In situ Gold Grade	In situ Silver Grade	In situ Contained	In situ Contained
Deposit	(tonnes)	g/t	g/t	(Troy ounces)	(Troy ounces)
MEASURED					
MARC	682,000	10.62	38.33	232,800	840,500
AV	519,400	7.73	20.03	129,100	334,500
JW	44,600	10.11	13.21	14,500	19,000
INDICATED					
Marc	32,200	9.69	32.61	10,100	33,800
AV	236,300	9.07	19.25	68,900	146,300
JW	314,200	8.54	17.98	86,300	181,600
141	188,600	4.91	11.1	29,700	67,300
Marc FW	18,100	6.15	12.05	3,600	7,000
Marc Outliers	4,200	3.43	16.77	500	2,300
NK	10,700	5.58	7.57	1,900	2,600
JW Lower	24,300	8.15	26.58	6,400	20,800
TOTAL MEASURED &					
INDICATED	2,074,700	8.75	24.82	583,700	1,655,700
INFERRED					
MARC	4,500	10.43	43.35	1,500	6,200
AV	43,300	8.13	15.39	11,300	21,400
JW	111,700	6.78	7.39	24,400	26,500
141	15,100	4.67	4.69	2,300	2,300
Marc FW	12,600	5.12	6.38	2,100	2,600
Marc Outliers	7,300	6.54	27.36	1,500	6,400
NK	7,300	5.98	9.05	1,400	2,100
JW Lower	2,000	13.94	9.26	900	600
AV Lower	42,500	5.55	6.05	7,600	8,300
132	78,700	4.73	11.51	12,000	29,100
TOTAL INFERRED	324,700	6.21	10.11	64,800	105,500

<sup>(1)</sup> Measured and Indicated Resources are inclusive of Reserves

<sup>(2)</sup> Resources that are not mineral reserves do not have demonstrated economic viability

#### **Mining Reserve Estimate**

The Mineral Reserve for the Project was estimated by Michael Makarenko, P. Eng., an independent Qualified Person of JDS. All Mineral Reserves are Proven and Probable Mineral Reserves. The Mineral Reserves are not in addition to the Mineral Resources, but are a subset thereof.

# Summary of Estimated Mineral Reserves as of June 26, 2017

Category	Diluted Tonnes (kt)	Au Grade (g/t)	Au Ounces (kOz)	Ag Grade (g/t)	Ag Ounces (kOz)
Proven	1,308	7.82	329	25.09	1,055
Probable	645	6.93	144	15.32	318
TOTAL	1,953	7.53	473	21.86	1,373

- (1) A gold price of US\$1,250/oz and an exchange rate of CDN\$1.00 to US\$0.76.
- (2) A gold cut-off grade of 3.55 g/t for longhole mining and 4.10 g/t for development and cut & fill mining.
- (3) Silver was not used in the estimation of cut-off grades but is recovered and contributes to the revenue stream.
- (4) Rounding as required by reporting guidelines may result in summation differences.

Both the Mineral Resource and Mineral Reserve Estimates take into consideration on-site operating costs (e.g. mining, processing, site services, general and administration, royalties), metallurgical recoveries, and selling costs. In addition, the reserves incorporate allowances for mining recovery and dilution, and overall economic viability.

# 2017 Surface and Underground Drill Program

In March 2017, the Company commenced its 2017 surface and underground resource expansion, infill and exploration drill program at Red Mountain. The objectives of the 2017 drill program were to expand resources in all zones (Marc, AV, JW, SF and 141 Zone) and explore the northern extension with the intention of extending the potential mine life. The 2017 field program concluded at the end of October 2017 and the Company had completed 29,312 meters in 104 underground, eight surface and 3 geotechnical holes.

Highlights from the 2017 drill results include the following:

- U17-1229: 6.23 meters true width at 12.95 g/t Au and 48.33 g/t Ag
- U17-1233: 25.00 meters true width at 6.15 g/t Au and 37.69 g/t Ag
- U17-1234: 97.0 meters at 1.24 Au; including 6.00 meters of 6.27 Au
- U17-1245 8.60 meters true width at 12.33 g/t Au and 70.90 g/t Ag
- U17-1262 14.00 meters true width at 10.65 g/t and 17.37 g/t Ag
- U17-1289 4.88 meters true width 149.24 g/t Au and 59.88 g/t Ag
- U17-1296 6.89 meters true width 26.6 g/t Au and 88.19 g/t Ag

Full details of the 2017 drill results are available in the press releases dated: May  $23^{rd}$ ; June  $8^{th}$ ; July  $4^{th}$ ; July  $11^{th}$ ; August  $9^{th}$ ; September  $5^{th}$ , October  $26^{th}$  and December  $7^{th}$  with drill plans and example cross sections available on the Company's website.

In February 2018, the Company announced a revised geological interpretation of its geological model. The new interpretation has identified repeating high-amplitude post-mineralization folds that has opened up multiple areas to resource expansion that were previously thought closed or having lower exploration potential. The Company is currently working on updating its resource estimate expected to be released in spring 2018, which will incorporate the revised geological model, 2017 drilling results and historic gold intercepts that were not previously included in the current resource estimate.

# **Permitting**

On March 31, 2017, the BC EAO approved the Application Information Requirements ("AIR") for the proposed Red Mountain Underground Gold Project. The AIR specified the information, along with the Environmental Impact Statement guidelines issued by CEAA in January 2016, that was to be contained in the application for an Environmental Certificate/Environmental Impact Statement. The approval of the AIR followed several months of public engagement, technical review, and consultation, including: a public open house in Stewart, a public comment period, community open houses in the Nisga'a Villages of Gitlaxt'aamiks and Gitwinksihlkw, and several focused, technical discussions with Nisga'a Nation representatives and consultants.

In July 2017, the Company submitted its Application/EIS in accordance with the AIR and the Environmental Impact Statement guidelines. The submission of the Application/EIS initiated a 30-day review for completeness of the document by BC EAO, CEAA and working group member including the Nisga'a Nation. Comments were received in August and the Company resubmitted its Application/EIS on September 25, 2017. In November 2017, the Application/EIS was accepted and entered into the formal 180-day Application Review phase of the environment assessment process.

# First Nations Engagement

The Company continues to fully consult with the Nisga'a Nation ("Nisga'a"), who holds Treaty rights in the Project area, regarding proposed field activities and during the permitting process. The Company is committed to engaging with Nisga'a and supporting Nisga'a full participation in the environmental and regulatory reviews of the Project, as well as in the employment and business opportunities related to the Project and the ongoing work programs.

# **Engineering**

Following the completion of the 2017 FS, the Company focused engineering efforts on obtaining all field-based information required for the *Mines Act* permit application ("MAPA") and detailed engineering and conducting various trade-off studies to optimize potential development and production.

During the 2017 field season, the Company completed the following field-based engineering technical work:

- A geotechnical site investigation drilling program comprised of sixteen core holes during August and September of 2017 at Bromley Humps to evaluate the geotechnical and hydrogeological conditions at the proposed location for the tailings management facility, process plant and topsoil stockpile locations;
- A hydrotechnical assessment of Bitter Creek and tributary crossings for the access road in-fill works and free-span bridge crossings;
- A site investigation program, including geotechnical analysis for the access and haul road alignment in support of detailed engineering;
- A soils, vegetation and construction material characterization program;
- Detailed avalanche and geohazard mapping of the Red Mountain property, including the tailings management facility, process plant and mine site areas; and
- A geotechnical site investigation drilling program comprised of three core holes at the proposed secondary portal in support of detailed engineering.

In addition to the field-based work, the Company advanced the engineering design of the following key items in 2017:

- Access and haul road design including in-fill works, free-span bridge crossings and borrow/quarry designs were advanced in support of MAPA;
- Signature plot testwork was complete to confirm energy requirements for secondary grinding;
- Terrain stability and rockfall hazard assessment was completed at the tailings management facility and plant site location;
- Lower portal and portal plug designs were advanced in support of MAPA;

- An Energy Efficiency Feasibility Study was initiated with BC Hydro to evaluate opportunities to optimize energy requirements; and
- The Company entered into an agreement with BC Hydro to complete a System Impact Study to evaluate the proposed interconnection point and energy demand.

Currently, the Company is progressing the value engineering phase in advance of basic engineering to optimize the potential development and production, including:

- Third party reviews of the 2017 FS capital and operating costs and engineering design;
- Trade-off studies to the 2017 FS evaluating:
  - an alternative flowsheet (floatation-regrind-leach), carbon-in-leach residency time (whole ore leach);
  - o carbon-in-leach residency time (24-hour vs 48-hour);
  - o secondary grinding technology; and
  - o potential to increase design throughput from 1,000 tpd to 1200 tpd
- Evaluation of alternative mine site infrastructure layouts;
- Opportunities to increase the tailings management facility capacity within the FS design footprint; and
- Optimization of the underground mine design.

## **YUKON PROPERTIES**

In February 2016, the Company acquired Osisko's portfolio of Yukon Properties. As consideration, the Company issued 7,188,889 shares and granted a 1% net smelter royalty over the properties and certain other rights to Osisko. The properties are subject to certain other underlying royalties.

In March 2017, the Company completed the sale of its Yukon Properties to Strikepoint in exchange for cash of \$150,000 and 10,500,000 common shares of Strikepoint. Mike McPhie was initially appointed to Strikepoint's board of directors as the Company's representative and replaced by Susan Neale in 2018.

#### OA/OC

Drill core samples for the 2017 and 2016 exploration programs were cut with a diamond saw, and placed in sealed bags and shipped to ALS Labs Ltd. in Terrace, BC for sample preparation, with pulps subsequently shipped to Vancouver, BC for gold and multi-element ICP analysis. A Quality Control/Quality Assurance program, including the insertion of Standards and Blanks, was implemented. The 2017 and 2016 exploration program was performed under the supervision of Rob McLeod, P.Geo, President and CEO of IDM Mining Ltd. and a 'Qualified Person' under NI 43-101. Approximately 10% of all samples submitted include randomly inserted blank material or multiple quality control standards. An additional 10% of samples were analyzed by SGS Labs as check samples.

Additional technical information on Red Mountain including the NI43-101 Technical Report can be reviewed at <a href="https://www.IDMmining.com">www.IDMmining.com</a> and www.sedar.com.

## **OUALIFIED PERSON**

Technical disclosure for the Company's projects included in this MD&A has been reviewed and approved by Robert McLeod, P. Geo. Mr. McLeod is IDM's CEO and President and a Qualified Person as defined by National Instrument 43-101 Standards of Disclosure for Mineral Projects.

# SELECTED ANNUAL INFORMATION

	October 31, 2017	October 31, 2016	October 31, 2015
	\$'000	\$'000	\$'000
Revenue	-	-	-
Net Income/(loss) and comprehensive income/(loss)	(816)	(1,574)	1,253
Basic and diluted net income/(loss) per share	(0.00)	(0.01)	0.02
Exploration and evaluation assets	42,261	19,955	6,702
Total assets	52,275	31,150	7,402
Total long-term liabilities	3,226	-	-

# **SELECTED QUARTERLY INFORMATION**

	Three Month Period Ended			
	31-Oct-17	31-Jul-17	30-Apr-17	31-Jan-17
	\$'000	\$'000	\$'000	\$'000
Total Assets	52,275	48,418	50,952	28,834
Exploration and Evaluation				
Assets	42,261	35,201	26,275	22,735
Working Capital	3,937	7,414	17,971	3,391
Shareholders' Equity	45,512	43,202	45,423	26,522
Net Income/(Loss)	(2,983)	(2,336)	5,291	(788)
Net Income/(Loss) per Share	(0.01)	(0.01)	0.02	(0.00)

	Three Month Period Ended			
	31-Oct-16	31-Jul-16	31-Apr-16	31-Jan-16
	\$'000	\$'000	\$'000	\$'000
Total Assets	31,150	20,732	20,517	9,634
Exploration and Evaluation				
Assets	19,955	12,654	9,189	7,891
Working Capital	6,870	4,338	7,518	(730)
Shareholders' Equity	27,224	17,143	16,822	7,215
Net Income/(Loss)	330	(1,427)	(206)	(271)
Income/(Loss) per Share	0.00	(0.01)	0.00	0.00

The variability in IDM's net income/(loss) over the last the eight quarters is a result of changing levels of share-based payments, recognition of flow-through premium, and office and administrative expenses. Changing levels in capital expenditures expenses and general and administrative costs fluctuate independently according to exploration activities and corporate activities including shareholder communication. During the three-month period ended April 30, 2017, the Company received shares in a publicly traded company as consideration for the sale of its Yukon Properties and recognized a gain on sale of \$3,444,846. The Company has classified the shares (marketable securities) it received as fair value through profit and loss and their fair value is determined by reference to their quoted closing bid price at the reporting date. Fair value changes on marketable securities held at reporting dates may also cause variability in IDM's net income/(loss).

# **RESULTS OF OPERATIONS**

## For the three months ended October 31, 2017

The Company's net loss for the three months ending October 31, 2017 was \$2,983,830 or \$0.01 per share compared to a net income of \$330,635 or \$0.00 for the three months ended October 31, 2016. The significant variances between these periods include:

- Salaries and management fees have increased to \$239,973 (Oct 31, 2016 \$89,676) due to additional employees.
- Flow-through premium liability recognized of \$750,000 (October 31, 2016 \$770,904) was comparable to 2016.
- As at the end of the current quarter reporting date, the fair value of marketable securities held by the Company declined resulting in an unrealized loss of \$1,417,500. No comparable amount in 2016 as the Company did not hold any marketable securities.
- Deferred income tax expense of \$1,500,000 was recognized as a result of renunciation of tax pools in connection with the issuance of flow-through shares and is a non-cash expense. No comparable amount recorded in 2016 as the Company had sufficient tax pools to offset the renunciation.

# For the year ended October 31, 2017

The Company's net loss for the year ended October 31, 2017 was \$816,373 or (\$0.00) per share compared to a net loss of \$1,573,541 or \$0.01 for the prior year comparative figure. The significant variances between these periods include:

- Investor relations and shareholder communication has increased to \$664,415 (2016 \$423,495) due to an increased level of marketing and engagement of shareholder communication consultants;
- Salaries and management fees have increased to \$946,426 (2016 \$382,840) due to additional employees over the prior period, recruiting costs and salary increases granted to key officers in line with salaries paid to similarly sized mineral exploration companies in Canada.
- Office and miscellaneous increased to \$283,178 (2016 \$209,717) due to Company expansion.
- Share based payments decreased to \$1,274,958 (2016 \$1,568,486) due to a lower number of options granted and vesting during the current year.
- Recognition of flow-through premium liability increased to \$3,119,453 (2016 \$1,516,490) due to the amortization of the premium recognized on the flow-through financings as a result of qualifying expenditures incurred.
- In March 2017, the Company completed the sale of its Yukon properties resulting in a gain on sale of \$3,444,846.
- As partial consideration for the Yukon properties, the Company received shares in Strikepoint and has recognized an unrealized loss \$2,055,000 as a result of the change in fair value of the securities since receipt. No comparable amount in 2016 as the Company did not hold any marketable securities.
- Deferred income tax expense of \$1,500,000 was recognized as a result of renunciation of expenditures in
  excess tax pools in connection with the issuance of flow-through shares and is a non-cash expense. No
  comparable amount recorded in 2016 as the Company had sufficient tax pools to offset the renunciation.

# **Investing Activities**

Net cash used by the Company in investing activities for the year ended October 31, 2017 was \$24,156,716 (2016 - \$10,558,186). Net expenditures were higher than the comparative period as result of (i) larger drill program; (ii) costs associated with metallurgical testwork, engineering and completion of the 2017 FS; (iii) ongoing baseline studies and permitting activities; (iv) purchase of field equipment; and (v) the requirement to post \$1,000,000 security deposit as a replacement of Seabridge's bond on completion of the acquisition of Red Mountain.

# **Financing Activities**

During the year ended October 31, 2017, the Company received proceeds of \$22,083,036 (2016 - \$23,808,370) from the issuance of shares as result of the private placement and exercise of warrants and paid share issuance costs of \$383,056 (2016 - \$1,638,245).

# **Off-Balance Sheet Arrangements**

The Company does not have any off-balance sheet arrangements.

# **Related Party Transactions**

The Company's consolidated financial statements include the financial statements of the Company, its 100% owned subsidiaries, Minera Revolution, S.A. de C.V. (Mexico) and Minera Golondrina, S. de R.L. de C.V (Mexico); and Storgold Resources Ltd (Canada) up to the date of dissolution of May 24, 2016.

During the twelve months ended October 31, 2017, the Company paid or accrued the following amounts as compensation to key management personnel:

- a) Salaries and management fees of \$353,300 (2016 \$212,000) to either Rob McLeod or Linus Geological Ltd, a company controlled by Robert McLeod, an officer and director of the Company.
- b) Management fees of \$144,000 (2016 \$65,000) to Falkirk Resource Consultants Ltd, a company controlled by Michael McPhie, an executive director of the Company.
- c) Salaries and management fees of \$182,500 (2016 \$100,000) to Susan Neale, an officer of the Company.
- d) Director fees of \$104,500 (2016 \$80,000) to non-executive directors.
- e) Professional advisory fees of \$6,265 (2016 \$Nil) to Landscape Holdings Inc, a company controlled by David Parker, a director of the Company.
- f) Professional advisory fees of \$Nil (2016 \$25,000) to Cairn Merchant Partners LP, a company controlled by Andrew Farncomb, a director of the Company.
- g) Share based compensation expense includes compensation to directors and officers of \$916,834 (2016 \$1,238,615) for stock options vesting during the period.

Included in accounts payable is \$130,260 (2016 - \$147,436) due to directors, officers and companies controlled by directors and officers of the Company.

The Company formerly operated from the premises leased by a private company with a common director. The private company provided office space and administrative services to the Company. Included in accounts payable and accrued liabilities is \$Nil (2016 - \$125,573) due to McLeod Williams Capital Corp, a related private company. During the year months ended October 31, 2017, the Company paid or accrued \$86,493 (2016 - \$73,685) for office and administrative expenditures.

Falkirk Resource Consultants Ltd is private company controlled by Michael McPhie, which specializes in government affairs, project permitting and environmental assessment and baseline study services provided to public and private companies. During the year ended October 31, 2017, the Company paid or accrued \$698,535 (2016 - \$390,850) for these services relating to the environmental baseline studies, permitting and governmental affairs associated with the Red Mountain property.

Catana Consulting Ltd ("Catana") is a private company, controlled by a close family member to the CEO and President of the Company. During the year ended October 31, 2017, the Company paid or accrued \$332,359 (2016 - \$298,607) to Catana for services related to first nations consultation and engagement, environmental assessment process and exploration permits and approvals associated with the Red Mountain property.

# **Subsequent Events**

a) A total of 6,596,0672 warrants expired unexercised on December 30, 2017

# LIQUIDITY AND CAPITAL RESOURCES

The Company has no operations that generate cash flow. The Company's future financial success will depend on the discovery of one or more economic mineral deposits. This process can take many years, can consume significant resources and is largely based on factors that are beyond the control of the Company and its management. To date, the Company has financed its activities by the private placement of equity securities, consisting of a combination of flow-through and non-flow-through securities, In order to continue funding their exploration activities and corporate costs, exploration companies are usually reliant on their ongoing ability to raise financing through the sale of equity. This is dependent on positive investor sentiment, which in turn is influenced by a positive climate for the commodities that are being explored for, a company's track record, and the experience and caliber of a company's management. There is no assurance that equity funding will be accessible to the Company at the times and in the amounts required to fund the Company's activities.

#### **Cash and Financial Condition**

As at October 31, 2017, the Company had a working capital of approximately \$3.9 million. Included in the working capital is the \$0.8 million relating to amounts owing in Mexico for the mining property taxes (holding costs) required to keep the properties in good standing. The Company has abandoned all properties in Mexico and is in the process of winding up operations in Mexico.

The Company has no debt, does not have any unused lines of credit, or other arrangements in place to borrow funds, and has no off-balance sheet arrangements.

The Company manages its liquidity risk (i.e., the risk that it will not be able to meet its obligations as they become due) by forecasting cash flows from operations together with its investing and financing activities. Expenditures are adjusted to ensure liabilities can be funded as they become due. Management and the Board of Directors are actively involved in the review, planning, and approval of significant expenditures and commitments.

#### **Financial Instruments**

Cash is carried at fair value using a level 1 fair value measurement. The carrying value of short-term investments, receivables, prepaid expenses, accounts payable and accrued liabilities and Mexican mining taxes and other payables approximate their fair value because of the short-term nature of these instruments. Marketable Securities are classified at fair value through profit and loss and measured at the value determined on the quoted closing bid price where they are traded.

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values

## **OUTSTANDING SHARE DATA**

As at the date of this report, the Company had an unlimited number of common shares authorized for issuance with 397,808,519 common shares issued and outstanding.

The Company has the following incentive stock options and warrants outstanding at the date of this report:

	Number	Exercise price	Expiry date
Stock Options	2,850,000	0.24	July 3, 2019
	150,000	0.30	October 10, 2019
	1,230,000	0.11	April 27, 2020
	2,925,000	0.10	October 27, 2020
	10,500,000	0.19	May 11, 2021
	350,000	0.23	July 19, 2021
	750,000	0.19	August 26, 2021
	7,500,000	0.15	February 1, 2022
	1,300,000	0.17	February 9, 2022
	200,000	0.155	May 1, 2022
	3,000,000	0.14	October 18, 2022
	30,755,000		
Warrants	50,419,519	0.15	April 27, 2018
	1,277,005	0.23	August 21, 2018
	193,650	0.23	September 13,2018
	18,991,291	0.25	October 4, 2018*
	20,000,000	0.20	July 31, 2020**
	90,881,4650		

<sup>\*</sup> These warrants are subject to an accelerated expiry in the event that the Company's common shares trade at a closing price greater than \$0.37 per share for a period of 20 consecutive trading days. The Company may accelerate the expiry date of the warrants by giving notice via press release; in such case, the warrants will expire in 30 days from the date of notice.

<sup>\*\*</sup> These warrants are subject to an accelerated expiry in the event that the Company's common shares trade at a closing price greater than \$0.40 per share for a period of 20 consecutive trading days. The Company may accelerate the expiry date of the warrants by giving notice via press release; in such case, the warrants will expire in 30 days from the date of notice.

# CRITICAL ACCOUNTING ESTIMATES

IDM's accounting policies are described in Notes 2 and 3 of its audited consolidated financial statements for the year ended October 31, 2017. Management considers the following policies to be the most critical in understanding the judgments that are involved in the preparation of the Company's consolidated financial statements and the uncertainties that could impact its results of operations, financial condition and cash flows:

#### • Use of estimates

The preparation of consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amount of expenses during the year. Actual results could differ from these estimates.

The consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the year in which the estimate is revised and future years if the revision affects both current and future years. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The most significant estimates and assumptions relate to the recognition of deferred income tax amounts, impairment assessments, the provision for site reclamation, and the calculation of share-based payments. Share-based payments, as measured with respect to stock options and compensation warrants, are estimated by reference to the Black-Scholes Pricing Model; a detailed disclosure of management's estimates with respect to the pricing model is found in Note 9 of the consolidated financial statements. The Company has reviewed its exploration and evaluation assets for indications of impairment and has determined that there is no such indication in excess of what has been recorded. The recognition of deferred tax assets is evaluated based on the probability of realization; the Company has assessed that it is improbable that such assets will be realized and has accordingly not recognized a value for deferred taxes. A detailed disclosure of management's estimates with respect to the provision for site reclamation is found in Note 8 of the audited consolidated financial statements.

The most significant judgments relate to the recoverability of capitalized amounts, recognition of deferred tax assets and liabilities, the determination of the economic viability of a project and the going concern assumption.

## Exploration and evaluation assets

Exploration and evaluation assets include the costs of acquiring licenses and the fair value (at acquisition date) of exploration and evaluation assets acquired in a business combination. All costs related to the acquisition of mineral properties are capitalized by property as an intangible asset. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in the statement of comprehensive income/(loss). The Company capitalizes costs related to the exploration and development of mineral properties as they are incurred once the legal rights to explore the mineral properties are acquired or obtained.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount. Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment.

Recoverability of the carrying amount of the exploration and evaluation assets is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

#### Provision for site reclamation

The determination of provisions for site rehabilitation and reclamation obligations arising from the Company's evaluation and exploration activities requires the use of estimates and management judgement. Assumptions, based on the current economic environments, have been made which management believes are a reasonable basis upon which to estimate the future liability as shown in Note 8 of its audited consolidated financial satements. This estimate takes into account any material changes to the assumptions that occur when regularly reviewed by management. Estimates will be reviewed annually and based on current regulatory requirements. Significant changes in estimates of discount rate, contamination, restoration standards and techniques will result in changes to provisions from period to period. Actual reclamation and decommissioning costs will ultimately depend on future market prices for the costs which will reflect the market condition at the time the costs are actually incurred. The final cost of the currently recognized rehabilitation provisions may be higher or lower than currently provided for.

# • Share-based payments

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to capital stock.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the share-based payment. Otherwise, share-based payments are measured at the fair value of goods or services received.

If and when the stock options are exercised, the applicable amounts of reserves are transferred to share capital.

#### Income Taxes

Income tax expense comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity. Current tax expense is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is recorded using the liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Temporary differences are not provided for relating to goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that affect neither accounting nor taxable loss, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the date of the statement of financial position.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it provides a valuation allowance against that excess.

# New standards, interpretations and amendments not yet adopted

The following new standards, amendments to standards and interpretations have been issued but are not effective during the year ended October 31, 2017:

- IFRS 9 New financial instrument standard that replaces IAS 39 for classification and measurement of financial assets. IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most the requirement in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than profit or loss. The new standard also requires a single impairment method to be used, replacing multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Early adoption is permit. The Company has not yet determined the impact on the results and financial position of the Company.
- IFRS 15 New revenue from contracts with customers that specifies how and when to recognize revenue as well as requires entities to provide users of financial statements with more information, relevant disclosures. This standard supercedes IAS 18- Revenue, IAS 11, Construction Contracts and a number of revenue related interpretations. Application of the standard is mandatory for all IFRS reports and it applies to nearly all contracts with customers: the main exceptions are leases, financial instruments and insurance contracts. IFRS 15 must be applied in entity's first annual IFRS financial statements for periods beginning on or after January 1, 2018. Application of the standard is mandatory. The Company has not yet determined the impact on the results and financial position of the Company.

# **RISKS AND UNCERTAINITIES**

Companies in the exploration stage face a variety of risks and investments are highly speculative. While unable to eliminate all of them, the Company aims at managing and reducing such risks as much as possible. The Company faces a variety of risk factors such as project feasibility and practically, risks related to determining the validity of mineral property title claims, commodities prices and environmental laws and regulations. Management monitors its activities and those factors that could impact them in order to manage risk and make timely decisions.

Readers are referred to the Company's most recent Annual Information Form, located on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>, for a full list of applicable risk factors.

# <u>CAUTIONARY NOTE REGARDING FORWARD LOOKING INFORMATION AND STAEMENTS</u>

Some of the statements contained in this document constitute forward-looking information within the meaning of the Securities Act (British Columbia), Securities Act (Ontario), Securities Act (Nova Scotia) and the Securities Act (Alberta). Forward-looking information includes disclosure regarding possible or anticipated events, conditions or results of operations which are based on assumptions about future economic conditions and courses of action, and includes future oriented financial information with respect to prospective results of operations or financial position or cash flow that is presented either as a forecast or a projection. Forward-looking information is often, but not always, identified by the use of words such as seek, anticipate, believe, plan, estimate, expect and intend; statements that an event or result is due on or may, will, should, could, or might occur or be achieved; and other similar expressions.

More specifically, forward-looking information contained here may include, without limitation, statements concerning IDM's plans for its mineral property located in British Columbia, Canada, the timing and amount of estimated future production and mine life, expected future prices of minerals, mineral reserve and mineral resource

estimates, estimated capital and operating costs of the project, estimated capital pay-back period, estimated asset retirement obligations, timing of development and permitting time lines; all of which involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information.

Forward-looking information contained here is based on material factors and assumptions and is subject to a variety of risks and uncertainties, which could cause actual events or results to differ materially from a conclusion, forecast or projection in the forward-looking information. These include, without limitation, material factors and assumptions relating to, and risks and uncertainties associated with, the availability of financing for activities when required and on acceptable terms, the accuracy of the interpretation of drill results and the estimation of mineral resources and reserves, the geology, grade and continuity of mineral deposits, the consistency of future exploration, development or mining results with our expectations, metal price fluctuations, the achievement and maintenance of planned production rates, the accuracy of component costs of capital and operating cost estimates, current and future environmental and regulatory requirements, favourable governmental relations, the availability of permits and the timeliness of the permitting process, the availability of shipping services, the availability of specialized vehicles and similar equipment, costs of remediation and mitigation, maintenance of title to mineral properties, industrial accidents, equipment breakdowns, contractor's costs, remote site transportation costs, materials costs for remediation, labour disputes, the potential for delays in exploration or development activities, timely completion of future mineral reserve or resource estimates, timely completion of scoping or feasibility studies, the inherent uncertainty of production and cost estimates and the potential for unexpected costs and expenses, commodity price fluctuations, currency fluctuations, continuing global demand for base metals, expectations and beliefs of management and other risks and uncertainties as discussed in our MD&A. Although IDM has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from any conclusions, forecasts or projections described in the forward-looking information. Accordingly, readers are advised not to place undue reliance on forward-looking information. Except as required under applicable securities legislation, we undertake no obligation to publicly update or revise forwardlooking information, whether as a result of new information, future events or otherwise.